

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE (WILMINGTON)**

ROBERT H. AYLOR, JR., On Behalf of Himself x
and All Others Similarly Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, M.D., and
THOMAS D. DAVIS,

Defendants.

[Caption continues on next page]

**DECLARATION OF RALPH SIANNI IN SUPPORT OF THE MOTION OF THE
JAMES GROUP FOR CONSOLIDATION, APPOINTMENT AS LEAD PLAINTIFF
AND FOR APPROVAL OF ITS SELECTION OF LEAD COUNSEL**

MILBERG WEISS BERSHAD

& SCHULMAN LLP

Seth D. Rigrodsky (#3147)

Ralph N. Sianni (#4151)

919 N. Market Street, Suite 411

Wilmington, Delaware 19801

Telephone: (302) 984-0597

--and--

MILBERG WEISS BERSHAD

& SCHULMAN LLP

Steven G. Schulman

David P. Brower

Peter E. Seidman

Sharon M. Lee

One Pennsylvania Plaza - 49th Floor

New York, NY 10119

Telephone: (212) 594-5300

HOLMAN LAW OFFICE

Thomas A. Holman
One Pennsylvania Plaza — Suite 4632
New York, N.Y. 10119
Telephone: (212) 699-4596

Plaintiff's Counsel

Dated: June 14, 2005

STULL, STULL & BRODY

Jules Brody

Aaron Brody

Tzivia Brody

6 East 45th Street

New York, New York 10017

Telephone: (212) 687-7230

Proposed Lead Counsel

MOSHE TAL, On Behalf of Himself and All
Others Similarly Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, M.D., and
THOMAS D. DAVIS,

Defendants.

MICHAEL FEHRENBACHER, Individually and
On Behalf of All Others Similarly Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, M.D. STEVEN A. NEWMAN and
THOMAS D. DAVIS,

Defendants.

JEFFREY M. JASKOL and STACEY J. JASKOL,
Individually and On Behalf of All Others Similarly
Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, M.D., and
THOMAS D. DAVIS,

Defendants.

Caption continues on next page]

Case No. 1:05-cv-00242 (SLR)

Case No. 1:05-cv-00256 (SLR)

Case No. 1:05-cv-00268 (SLR)

JOSEPH DANIEL WAUHOP, On Behalf of
Himself and All Others Similarly Situated,

Plaintiff,

Case No. 1:05-cv-00310 (SLR)

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, M.D.,
THOMAS D. DAVIS, JOHN F. MOYNAHAN
and GRANT THORNTON LLP,

Defendants.

[CHRISTINA W. DONNELLY, JOHN
DONNELLY, JAMES G. WILLIAMSON and
RICHARD W. DEARBORN, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

Case No. 1:05-cv-00334 (JJF)

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, THOMAS
D. DAVIS and BRUCE C. HAYDEN,

Defendants.

CHARLES W. SMITH, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

Case No. 1:05-cv-00354 (SLR)

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, THOMAS
D. DAVIS, BRUCE C. HAYDEN and GRANT
THORNTON LLP,

Defendants.

x

I, Ralph Sianni, under penalties of perjury, hereby declare:

1. I am an associate of the law firm of Milberg Weiss Bershad & Schulman LLP. I submit this declaration in support of the Motion of the James Group For Consolidation, Appointment as Lead Plaintiff, and Approval of Its Selection Of Lead Counsel.
2. Attached hereto as Exhibit A is a true and correct copy of the PSLRA notice published by counsel for plaintiff in the first-filed related action on *PR Newswire* on April 15, 2005.
3. Attached hereto as Exhibit B is a true and accurate copy of the PSLRA certification of each of Kenneth James, La Rocca Pietro, Michael A. Farmakis, David S. Pennington, and Christina Donnelly (collectively, the “James Group” or “Movant”).
4. Attached hereto as Exhibit C is a chart analyzing the James Group’s financial interest in the litigation.
5. Attached hereto as Exhibit D is the firm resume of Milberg Weiss Bershad & Schulman LLP.
6. Attached hereto as Exhibit E is the firm resume of Stull, Stull & Brody.

Dated: June 14, 2005

/s/ Ralph N. Sianni
Ralph N. Sianni
(DSBA # 4151)